

For Six Month Period Ending January 31, 2009  
(Insert date)

**I - REGISTRANT**

1. (a) Name of Registrant  
Step toe & Johnson LLP

(b) Registration No.  
5848

(c) Business Address(es) of Registrant  
1330 Connecticut Ave., NW,  
Washington, DC 20036

2. Has there been a change in the information previously furnished in connection with the following:

- (a) If an individual:
- |                           |                              |                             |
|---------------------------|------------------------------|-----------------------------|
| (1) Residence address(es) | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| (2) Citizenship           | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| (3) Occupation            | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
- (b) If an organization:
- |                          |                              |                                        |
|--------------------------|------------------------------|----------------------------------------|
| (1) Name                 | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (2) Ownership or control | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| (3) Branch offices       | Yes <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
- (c) Explain fully all changes, if any, indicated in items (a) and (b) above.

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**IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4 AND 5(a).**

3. If you have previously filed Exhibit C<sup>1</sup>, state whether any changes therein have occurred during this 6 month reporting period.

Yes ☐ No ☒

If yes, have you filed an amendment to the Exhibit C? Yes ☐ No ☐

If no, please attach the required amendment.

<sup>1</sup> The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530.)

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4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes ☒ No ☐

If yes, furnish the following information:

Name	Position	Date connection ended
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See Attachment A.

- (b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period? Yes ☒ No ☐

If yes, furnish the following information:

Name	Residence address	Citizenship	Position	Date assumed
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See Attachment B.

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5. (a) Has any person named in item 4(b) rendered services directly in furtherance of the interests of any foreign principal? Yes ☐ No ☒

If yes, identify each such person and describe his service.

- (b) Have any employees or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

Name	Position or connection	Date terminated
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- (c) During this 6 month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes ☐ No ☒

If yes, furnish the following information:

Name	Residence address	Citizenship	Position	Date assumed
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6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(c) of the supplemental statement? Yes ☐ No ☐

If no, list names of persons who have not filed the required statement.

n/a

**II - FOREIGN PRINCIPAL**


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7. Has your connection with any foreign principal ended during this 6 month reporting period?

Yes ☐ No ☒

If yes, furnish the following information:

Name of foreign principal

Date of termination

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8. Have you acquired any new foreign principal<sup>2</sup> during this 6 month reporting period?

Yes ☒ No ☐

If yes, furnish the following information:

Name and address of foreign principal

Date acquired

Government of Hungary, Ministry of Finance; TD Bank

08/01/2008

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9. In addition to those named in Items 7 and 8, if any, list foreign principals<sup>2</sup> whom you continued to represent during the 6 month reporting period.

Government of the Republic of the Marshall Islands

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10. **EXHIBITS A AND B**

(a) Have you filed for each of the newly acquired foreign principals in Item 8 the following:

Exhibit A<sup>3</sup> Yes ☒ No ☐  
Exhibit B<sup>4</sup> Yes ☒ No ☐

If no, please attach the required exhibit.

(b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during the 6 month period? Yes ☐ No ☒

If yes, have you filed an amendment to these exhibits? Yes ☐ No ☐

If no, please attach the required amendment.

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<sup>2</sup> The term "foreign principal" includes, in addition to those defined in Section 1(b) of the Act, an individual organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a) (9).) A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

<sup>3</sup> The Exhibit A, which is filed on Form NSD-3 (Formerly CRM-157), sets forth the information required to be disclosed concerning each foreign principal.

<sup>4</sup> The Exhibit B, which is filed on Form NSD-4 (Formerly CRM-155), sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

### III - ACTIVITIES

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11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, and 9 of this statement? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail your activities and services:

**RMI GOVERNMENT**

Provided strategic governmental counseling to the RMI Government before the United States Government, including the Department of Defense, Department of State, Department of Interior and the Department of Energy, as well as Congress, in its negotiations and discussions with the US Government and the bilateral relations between the two countries.

**GOVERNMENT OF HUNGARY, TD BANK**

TD Bank has requested that we meet with the Hungarian government to advise them in connection with their re-negotiation of a tax treaty with the U.S.

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12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity<sup>5</sup> as defined below? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates and places of delivery, names of speakers and subject matter.

**RMI GOVERNMENT**

Provided strategic governmental counseling to the RMI Government before the United States Government, including the Department of Defense, Department of State, Department of Interior and the Department of Energy, as well as Congress, in its negotiations and discussions with the US Government and the bilateral relations between the two countries.

**GOVERNMENT OF HUNGARY, TD BANK**

Advice provided may be used by Hungarian government to negotiate more favorable treaty terms with the U.S. than might otherwise be obtained.

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13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☒

If yes, describe fully.

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<sup>5</sup> The term "political activities" means any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

## IV - FINANCIAL INFORMATION

### 14. (a) RECEIPTS - MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes ☒ No ☐

If no, explain why.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies<sup>6</sup>.

Date	From whom	Purpose	Amount
August, 2008	TD Bank	Compensation	\$ 15,592.50
September, 2008	- " -	- " -	\$ 27,060.00
October, 2008	- " -	- " -	\$ 330.00
November, 2008	- " -	- " -	\$ 28,091.00
January, 2009	- " -	- " -	\$ 71,478.75
		Total:	\$ 142,552.25
09/2008	Republic of Marshall Islands Government	Compensation	\$ 90,000.00
12/2008	- " -	Compensation	\$ 90,000.00
		Total:	\$ 180,000.00

### (b) RECEIPTS - FUND RAISING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fund raising campaign<sup>7</sup>, any money on behalf of any foreign principal named in items 7, 8, or 9 of this statement? Yes ☐ No ☒

If yes, have you filed an Exhibit D<sup>8</sup> to your registration? Yes ☐ No ☐

If yes, indicate the date the Exhibit D was filed. Date \_\_\_\_\_

### (c) RECEIPTS - THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value<sup>9</sup> other than money from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal? Yes ☐ No ☒

If yes, furnish the following information:

Name of foreign principal	Date received	Description of thing of value	Purpose
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6, 7 A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. (See Rule 201(e).)

8 An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fund raising campaign and transmitted for a foreign principal.

9 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

15. (a) **DISBURSEMENTS – MONIES**

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☒ No ☐(2) transmitted monies to any such foreign principal? Yes ☐ No ☒

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To whom	Purpose	Amount
Aug. 23, 2008 -	Airline	Airfare: Washington, DC - Budapest	\$6535.30
Sep. 3, 2008	Hotels	IFA Hotel, Hotel in Budapest	\$1048.09
	Lawyers' Travel Service	Fee	\$42.25
	Restaurants	Meals	\$16.86
	Local transportation	Fee	\$86.74
	IFA conference	Registration fee	\$1123.00
		Total:	\$8,852.24
11/16/2008-	Airline	Airfare: Washington, DC - Budapest	\$8741.40
11/19/2008	Lawyers' Travel Service	Fee	\$84.50
	Hotel	Hotel in Budapest	\$211.06
	Restaurants	Meals	\$7.64
	Local transportation	Fee	\$31.07
		Total:	\$9,075.67
		All these travel related expenses were billed to TD Bank.	

\$17,927.91

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 Total

**(b) DISBURSEMENTS – THINGS OF VALUE**

During this 6 month reporting period, have you disposed of anything of value<sup>10</sup> other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, or 9 of this statement?

Yes ☐ No ☒

If yes, furnish the following information:

Date disposed	Name of person to whom given	On behalf of what foreign principal	Description of thing of value	Purpose
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**(c) DISBURSEMENTS – POLITICAL CONTRIBUTIONS**

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value<sup>11</sup> in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☐ No ☒

If yes, furnish the following information:

Date	Amount or thing of value	Name of political organization	Name of candidate
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<sup>10, 11</sup> Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks" and the like.

**V - INFORMATIONAL MATERIALS**

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials <sup>12</sup>?  
 Yes ☐ No ☒

IF YES, RESPOND TO THE REMAINING ITEMS IN SECTION V.

17. Identify each such foreign principal.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials? Yes ☐ No ☒

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following:

- |                                                 |                                                         |                                                          |                                               |
|-------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------|-----------------------------------------------|
| <input type="checkbox"/> Radio or TV broadcasts | <input type="checkbox"/> Magazine or newspaper articles | <input type="checkbox"/> Motion picture films            | <input type="checkbox"/> Letters or telegrams |
| <input type="checkbox"/> Advertising campaigns  | <input type="checkbox"/> Press releases                 | <input type="checkbox"/> Pamphlets or other publications | <input type="checkbox"/> Lectures or speeches |
| <input type="checkbox"/> Internet               | <input type="checkbox"/> Other (specify) _____          |                                                          |                                               |

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups:

- |                                                |                                                       |                                                   |
|------------------------------------------------|-------------------------------------------------------|---------------------------------------------------|
| <input type="checkbox"/> Public officials      | <input type="checkbox"/> Newspapers                   | <input type="checkbox"/> Libraries                |
| <input type="checkbox"/> Legislators           | <input type="checkbox"/> Editors                      | <input type="checkbox"/> Educational institutions |
| <input type="checkbox"/> Government agencies   | <input type="checkbox"/> Civic groups or associations | <input type="checkbox"/> Nationality groups       |
| <input type="checkbox"/> Other (specify) _____ |                                                       |                                                   |

21. What language was used in the informational materials:

- ☐ English ☐ Other (specify) \_\_\_\_\_

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? Yes ☐ No ☐

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act? Yes ☐ No ☐

<sup>12</sup> The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.



**VI – EXECUTION**

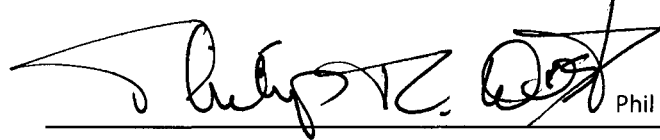
In accordance with 28 U.S.C. §1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature )

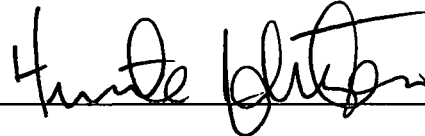
(Type or print name under each signature<sup>13</sup>)

May 15, 2009

5/15/09



Phil West



Hunter Johnston

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<sup>13</sup> This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

**Attachment A**  
**Question 4(a)**  
**Step toe & Johnson LLP # 5848**

*4(a). Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period?*

**Yes**

<b>Name</b>	<b>Position</b>	<b>Date Connection Ended</b>
d'Alelio, Ellen	Partner	6/01/08
Epstein, Anthony	Partner	8/24/08
Agin, Richard	Partner	8/31/08
Meiers, Donald	Partner	9/30/08
Hendrickson, Nancy	Partner	11/14/08
Spencer, David	Partner	01/01/09

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**Attachment B**  
**Question 4(b)**  
**Step toe & Johnson LLP # 5848**

*4(b). Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?*

**Yes**

<b>Name</b>	<b>Residence Address</b>	<b>Citizenship</b>	<b>Position</b>	<b>Date Assumed</b>
Yoerges, Roger	7010 Elizabeth Drive McLean, Virginia 22101	US	Partner	08/11/08
Lavoie, Daniel	162 East Elm Street #4B Greenwich, Connecticut 06830	US	Partner	09/02/08
Perel, Andrew	167 E. 61st Street #8C New York, New York 10065	US	Partner	09/02/08
Bonham, James	6100 Namakagan Road Bethesda, Maryland 20816	US	Partner	10/01/08
Bouknight, J.A.	5020 Warren Street NW Washington, District of Columbia 20016	US	Partner	08/01/08
Khinda, Philip	3510 Ordway Street NW Washington, District of Columbia 20016	US	Partner	10/01/08
Winterfeldt, Brian	1155 23rd Street NW #PH3L Washington, District of Columbia 20037	US	Partner	01/16/09
Menasco, Patrick	2441 California Street Washington, District of Columbia 20008	US	Partner	01/01/09
Neumann, Jon	5663 E. Kings Ave. Scottsdale, AZ 85254	US	Partner	01/01/09